

TelCove

Advanced • Secure • Communications

RECEIVED
TelCove

T.R.A. DOCKET ROOM

PAID T.R.A.

Chk # 1699
Amount 25.00
Rcvd By JR
Date 6-1-04

May 27, 2004

BY FEDERAL EXPRESS

Deborah Taylor Tate
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

03-00458

Re: Notification of Name Change from Adelphia Business Solutions Operations, Inc. to TelCove Operations, Inc. (Company ID No. 128437) and Adelphia Business Solutions of Nashville, L.P. to TelCove of Nashville, L.P. (Company ID No. 87564)

Dear Chairman Tate:

By letter dated May 4, 2004, counsel for Adelphia Business Solutions, Inc., d/b/a TelCove ("TelCove"), the ultimate parent of Adelphia Business Solutions Operations, Inc. and Adelphia Business Solutions of Nashville, L.P., notified the Tennessee Regulatory Authority ("Authority") that TelCove had emerged from bankruptcy and changed its name to TelCove, Inc. The letter also notified the Authority that as a result of the emergence from bankruptcy the name of the Tennessee operating entities, Adelphia Business Solutions Operations, Inc. and Adelphia Business Solutions of Nashville, L.P., were changed to TelCove Operations, Inc. and TelCove of Nashville, L.P., respectively. The letter also indicated that TelCove would make an official name change filing with the Authority as soon as TelCove received final documentation from the Tennessee Secretary of State.

Accordingly, enclosed please an original and thirteen (13) copies of this letter, proof of filing of the name change for both entities with the Tennessee Secretary of State and a check payable to the Tennessee Regulatory Authority in the amount of \$25.00 as the filing fee.

In addition, please modify your records to list me as the regulatory contact for TelCove:

Edward T. Depp
Manager of Legal and Regulatory Affairs
TelCove
121 Champion Way
Canonsburg, Pennsylvania 15317

888.743.2233
724 743 9888
724 743.9793 fax

www.telcove.com

121 Champion Way • Canonsburg, PA 15317

Deborah Taylor Tate

May 27, 2004

Page _____

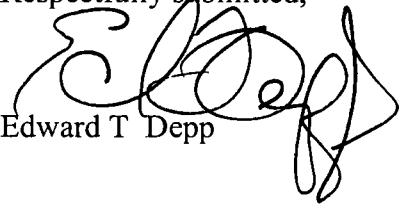
Tel (724) 743-9441

Fax (724) 743-9791

Kindly date-stamp the extra copy of this letter and return it in the enclosed self-addressed, stamped envelope as proof of filing

If you have any questions regarding this filing, please contact me

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Edward T. Depp", written over the printed name.

Edward T Depp

Enclosures

cc Brian T FitzGerald, Esq
Noelle M Kinsch, Esq

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

DATE: 04/26/04
REQUEST NUMBER: 5120-1364
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 04/23/04 1225
EFFECTIVE DATE/TIME: 04/23/04 1630
CONTROL NUMBER: 0391213

SC
10 BEAR TAVERN ROAD
SUITE 305
TRENTON, NJ 08628

ELCOVE OPERATIONS, INC.
APPLICATION FOR AMENDED CERTIFICATE OF
AUTHORITY - FOR PROFIT

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN
EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

RE: APPLICATION FOR AMENDED CERTIFICATE OF
AUTHORITY - FOR PROFIT

ON DATE: 04/26/04

FROM:
C (830 BEAR TAVERN RD)
10 BEAR TAVERN RD
SUITE 305
TRENTON, NJ 08628-0000

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003487138
ACCOUNT NUMBER: 00258349

Riley C Darnell

RILEY C DARNELL
SECRETARY OF STATE



State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY
(FOR PROFIT)

STATE OF TENNESSEE
For Office Use Only

2004 APR 23 PM 12:25
RECEIVED
ALL
SECRETARY OF STATE

Pursuant to the provisions of Section 48-25-104 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth.

1 The name of the corporation is Adelphia Business Solutions Operations, Inc.
If different, the name under which the certificate of authority is to be obtained is TelCove Operations, Inc.

2 The state or country under whose law it is incorporated is Delaware

3 The date of its incorporation is 7/29/99 (must be month, day, and year), and the period of duration, if other than perpetual, is _____

4. The complete street address (including zip code) of its principal office is 712 North Main Street
Coudersport, PA 16915 Potter County

Street City State/Country Zip Code

5 The complete street address (including the county and the zip code) of its registered office in Tennessee is _____

2908 Poston Ave. Nashville TN 37203
Street City State/Country Zip Code

Registered agent Corporation Service Company

6 The names and complete business addresses (including zip code) of its current officers are (Attach separate sheet if necessary)
Robert Guth 121 Champion Way Canonsburg, PA 15317

Edward Babcock 712 North Main Street Coudersport, PA 16915

7 The names and complete business addresses (including zip code) of its current board of directors are (Attach separate sheet if necessary)
Robert Guth 121 Champion Way Canonsburg, PA 15317

Edward Babcock 712 North Main Street Coudersport, PA 16915

8 The corporation is a corporation for profit

9 If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is _____ (date) _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than two (2) months prior to the date the application is successfully filed in Tennessee]

Signature Date

Signer's Capacity

Adelphia Business Solutions Operations, Inc.
Name of Corporation

Signature

Edward Babcock
Name (typed or printed)

Delaware

PAGE 1

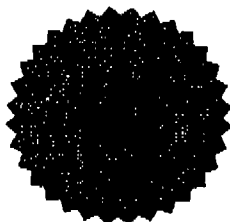
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELCOVE OPERATIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF APRIL, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TELCOVE OPERATIONS, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



3076715 8300

040291558

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION· 3065504

DATE 04-21-04

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

DATE: 05/04/04
REQUEST NUMBER: 5126-1508
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 05/03/04 1231
EFFECTIVE DATE/TIME: 05/03/04 1630
CONTROL NUMBER: 0276330

TO:
CSC
830 BEAR TAVERN ROAD
STE 305
W. TRENTON, NJ 08628

RE
TELCOVE OF NASHVILLE, LP
AMENDED REGISTRATION - FOREIGN
LIMITED PARTNERSHIP

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN
EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE RECORDED IN THE
OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A LIMITED PARTNERSHIP
HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: AMENDED REGISTRATION - FOREIGN
LIMITED PARTNERSHIP

ON DATE: 05/04/03

FROM:
CSC (830 BEAR TAVERN RD)
830 BEAR TAVERN RD
SUITE 305
WEST TRENTON, NJ 08628-0000

RECEIVED: FEES
\$20 00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003494939
ACCOUNT NUMBER: 00258349



Riley C Darnell

RILEY C DARNELL
SECRETARY OF STATE

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

APPLICATION FOR AMENDED
REGISTRATION OF FOREIGN
LIMITED PARTNERSHIP

STATE RECEIVED
For Office Use Only

2004 MAY -3 PM 12:31

FILED
SECRETARY OF STATE

Pursuant to the provisions of the Tennessee Revised Uniform Limited Partnership Act, Section 61-2-902, the undersigned foreign limited partnership submits the following amended application for registration:

1. The name of the foreign limited partnership is: Adelphia Business Solutions of Nashville, LP

If different, the name under which the foreign limited partnership is to be obtained: TelCove of Nashville, LP

[NOTE: Pursuant to Tennessee Revised Uniform Limited Partnership Act, Section 61-2-904(a), each foreign limited partnership name must include the words "Limited Partnership" or the abbreviation "L.P."]

2. This limited partnership was formed under the laws of the State/Country of California
and the effective date of formation was 1/24/94

3. The above-named foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its organization as of the date of this filing

4. The complete address of the registered office in Tennessee is: _____
2908 Poston Avenue Nashville TN Davidson 37203
Street City/State County Zip Code
Registered agent: Corporation Service Company

5. The complete address of the principal office is _____
713 North Main Street Coudersport PA Potter 16915
Street City/State County Zip Code

6. The general nature of the business to be conducted or promoted in the State of Tennessee is _____
Telecommunications Service Provider

7 The name and complete address of each general partner is:

Name Address Zip Code

Name Address Zip Code

☐ Additional general partner(s) is/are listed on the attached _____ (number of) page(s) which is/are fully incorporated herein by reference. (Check and complete if applicable.)

8. The date on which the foreign limited partnership first did, or intends to do business in the State of Tennessee was/is: _____
4/8/04 (must be month, day and year)

9 If this document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is: _____
(date), _____ (time)

[NOTE: A delayed effective date may not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: A certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of limited partnership records in the jurisdiction under whose law it was formed, is attached. The certificate shall not bear a date of more than two (2) months prior to the date the application is filed. Section 61-2-902(2)]

April 12, 2004
Signature Date

SECRETARY
Signer's Capacity

[Signature]
Signature

JAMES E. MEALS
Name (typed or printed)

0276330



SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING CALIFORNIA LIMITED PARTNERSHIP

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 24th day of January, 1994, **TELCOVE OF NASHVILLE, L.P.**, became recognized under the laws of the State of California by filing its certificate of Limited Partnership in this office; and

That according to the records of this office, the said limited partnership is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this limited partnership.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of April 27, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

kb